

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
SAN ANTONIO DIVISION**

<hr/> <b>In re:</b>  <b>AGE REFINING, INC.,</b>  <b>Debtor.</b> <hr/>	§ § § § § §	<b>CHAPTER 11 CASE</b>  <b>CASE NO. 10-50501</b>
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**REQUEST FOR EMERGENCY CONSIDERATION  
OF CERTAIN “FIRST DAY” MATTERS**

On February 8, 2010, AGE Refining, Inc. (the “Debtor”), the Debtor in the above captioned case (the “Case”), filed a petition for relief under Chapter 11 of the Bankruptcy Code. Counsel for the Debtor believes that the Case qualifies as a “Complex Chapter 11 Case.” The Debtor requests emergency consideration of the following “First Day” matters:

- X   NOTICE OF DESIGNATION AS COMPLEX CHAPTER 11 BANKRUPTCY CASE
- X   MOTION FOR ORDER GRANTING ADDITIONAL TIME TO FILE SCHEDULES AND STATEMENTS
- X   MOTION FOR ENTRY OF ORDER AUTHORIZING (A) MAINTENANCE OF CERTAIN BANK ACCOUNTS AND CONTINUED USE OF EXISTING BUSINESS FORMS AND CHECKS AND (B) CONTINUED USE OF EXISTING CASH MANAGEMENT SYSTEM
- X   MOTION FOR ORDER (I) ALLOWING CERTAIN EMPLOYEES’ PREPETITION PRIORITY CLAIMS PURSUANT TO 11 U.S.C. § 507(A) FOR CERTAIN BENEFITS ACCRUED PREPETITION; (II) AUTHORIZING THE DEBTOR TO (A) MAINTAIN AND HONOR ITS EMPLOYEE COMPENSATION OBLIGATIONS AND (B) PAY EMPLOYEES’ PRIORITY CLAIMS; AND (III) COMPELLING CERTAIN FINANCIAL INSTITUTIONS TO HONOR PREPETITION TRANSFERS
- X   MOTION PURSUANT TO 11 U.S.C. §§ 105(A), 363(B) AND 503(B)(9) FOR ORDER AUTHORIZING THE DEBTOR TO PAY PREPETITION CLAIMS OF CERTAIN CRITICAL CRUDE OIL SUPPLIERS AND OTHER CRITICAL VENDORS

- X MOTION FOR AN ORDER (I) AUTHORIZING THE DEBTOR TO PAY CERTAIN PREPETITION TAXES AND REGULATORY FEES IN THE ORDINARY COURSE OF BUSINESS AND (II) AUTHORIZING BANKS AND FINANCIAL INSTITUTIONS TO HONOR AND PROCESS CHECKS AND TRANSFERS RELATED THERETO
- X EMERGENCY MOTION FOR INTERIM AND FINAL ORDERS PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 363, 364, 503 AND 507 (I)(A) AUTHORIZING THE DEBTOR TO USE CASH COLLATERAL, (B) AUTHORIZING THE DEBTOR TO OBTAIN POSTPETITION FINANCING, (C) GRANTING SECURITY INTERESTS AND/OR SUPERPRIORITY ADMINISTRATIVE EXPENSE STATUS TO THE POSTPETITION LENDERS, AND (D) GRANTING ADEQUATE PROTECTION TO THE PREPETITION LENDERS; (II) SCHEDULING A FINAL HEARING; AND (III) GRANTING RELATED RELIEF
- X APPLICATION FOR APPROVAL OF THE EMPLOYMENT OF COX SMITH MATTHEWS INCORPORATED AS ATTORNEYS FOR THE DEBTOR
- X MOTION FOR ENTRY OF ORDER LIMITING NOTICE AND ESTABLISHING NOTICE PROCEDURES

Dated: February 8, 2010

Respectfully submitted,

**COX SMITH MATTHEWS INCORPORATED**

By: /s/ Carol E. Jendrzey

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**PROPOSED ATTORNEYS FOR DEBTOR AND  
DEBTOR-IN-POSSESSION**

### **CERTIFICATE OF CONFERENCE**

The undersigned certifies that Cox Smith Matthews Incorporated, as proposed counsel for Debtor, has discussed the potential filing of this case and these pleadings prior to filing this Motion. A copy of the pleadings will be delivered to the office of the U.S. Trustee, and counsel will work with the U.S. Trustee to resolve any issues or concerns raised by the U. S. Trustee with respect to the relief requested prior to the hearing on this Motion.

/s/ Carol E. Jendrzey  
Carol E. Jendrzey